

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

WOLLMUTH MAHER & DEUTSCH LLP

Paul R. DeFilippo, Esq.
500 Fifth Avenue
New York, New York 10110
Telephone: (212) 382-3300
Facsimile: (212) 382-0050
pdefilippo@wmd-law.com

JONES DAY

Gregory M. Gordon, Esq.
Brad B. Erens, Esq.
Dan B. Prieto, Esq.
Amanda Rush, Esq.
2727 N. Harwood Street
Dallas, Texas 75201
Telephone: (214) 220-3939
Facsimile: (214) 969-5100
gmgordon@jonesday.com
bberens@jonesday.com
dbprieto@jonesday.com
asrush@jonesday.com
(Admitted *pro hac vice*)
ATTORNEYS FOR DEBTOR

In re:

LTL MANAGEMENT LLC,¹

Debtor.

Chapter 11

Case No.: 21-30589 (MBK)

**SUMMARY COVER SHEET AND STATEMENT FOR
PATTERSON BELKNAP WEBB & TYLER LLP'S APPLICATION FOR
EXCESS MONTHLY OCP FEES FOR THE PERIOD
OCTOBER 14, 2021-OCTOBER 31, 2021**

Name of Applicant: Patterson Belknap Webb & Tyler LLP

Authorized to Provide Ordinary
Course Professional Services to: Debtor LTL Management LLC

¹ The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

Date of Retention: October 14, 2021

Compensation Period: October 14, 2021-October 31, 2021

Total Amount of
Compensation Sought: \$30,022.07

Total Amount of
Reimbursement Sought: \$224.00

This is a: ☐ Monthly ☐ Interim ☒ Final Application

This is Patterson Belknap Webb & Tyler LLP's first excess monthly OCP fee application in this case.

Timekeeper Summary

Timekeeper	Position	Year of Admission	Hours	Rate	Total Amount
John D. Winter	Partner	1981	1.70	\$1,040.33	\$1,768.57
Jonah Knobler	Partner	2006	1.90	\$836.63	\$1,589.59
Thomas P. Kurland	Counsel	2010	44.30	\$790.40	\$35,014.72
Jeffrey J. Hughes	Associate	2014	2.20	\$741.00	\$1,630.20
Patricia S. Kim	Associate	2015	2.20	\$729.60	\$1,605.12
Louis M. Russo	Associate	2015	18.60	\$729.60	\$13,570.56
Ariel Rudofsky	Associate	2017	3.60	\$642.20	\$2,311.92
Leonardo Carvalho	Paralegal	N/A	10.20	\$250.34	\$2,553.46
				Timekeeper Total	\$60,044.14
				50% Due by LTL	\$30,022.07

Summary of Services

	Service	Hours	Value
B140	Legal services related to enforcement of the automatic stay in pending litigation matters.	36.4	\$35,219.39
B190	Legal services related to pending appeal.	32.4	\$12,681.09
B310	Legal services related to discovery on underlying claims.	15.9	\$12,143.66
		Total Value of Services	\$60,044.14
		50% Due by LTL	\$30,022.07

Summary of Disbursements

RecordTrak record retrieval fees.		\$448.00
	Total Disbursements	\$448.00
	50% Due by LTL	\$224.00

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

WOLLMUTH MAHER & DEUTSCH LLP

Paul R. DeFilippo, Esq.
500 Fifth Avenue
New York, New York 10110
Telephone: (212) 382-3300
Facsimile: (212) 382-0050
pdefilippo@wmd-law.com

JONES DAY

Gregory M. Gordon, Esq.
Brad B. Erens, Esq.
Dan B. Prieto, Esq.
Amanda Rush, Esq.
2727 N. Harwood Street
Dallas, Texas 75201
Telephone: (214) 220-3939
Facsimile: (214) 969-5100
mgordon@jonesday.com
bberens@jonesday.com
dbprieto@jonesday.com
asrush@jonesday.com
(Admitted *pro hac vice*)
ATTORNEYS FOR DEBTOR

In re:

LTL MANAGEMENT LLC,²

Debtor.

Chapter 11

Case No.: 21-30589 (MBK)

**TO: HONORABLE MICHAEL B. KAPLAN
UNITED STATES BANKRUPTCY JUDGE**

Patterson Belknap Webb & Tyler LLP (the “Firm” or “Applicant”), ordinary
course attorneys for debtor LTL Management LLC (“Debtor”), hereby submits its first
Application for OCP Fees in Excess of the Monthly OCP Fee Limit (the “Application”) for the

² The last four digits of the Debtor’s taxpayer identification number are 6622. The Debtor’s address is 501 George Street, New Brunswick, New Jersey 08933.

Period from October 14, 2021 through October 31, 2021 (the “Compensation Period”), pursuant to 11 U.S.C. §§ 330 and 331 and Paragraph 3(g) of this Court’s December 16, 2021 Order authorizing the same. Dkt. No. 849. By this application, the Firm seeks allowance of compensation for fees allocated to the Debtor in the total amount of \$30,022.07, which exceeds the Monthly OCP Fee Limit by \$5,022.07, and reimbursement of actual and necessary expenses in the amount of \$224.00. In support of the Application, the Firm represents as follows:

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. Sections 157 and 1334. Venue is proper pursuant to 28 U.S.C. Sections 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. Sections 157(b)(2). The statutory predicates for the relief requested herein are Sections 330 and 331 under Title 11 of the United States Code, 11 U.S.C. §§ 101-1532, as amended from time to time (the “Bankruptcy Code” or “Code”).

2. On December 16, 2021, the Court issued an order authorizing the retention and compensation of certain professionals utilized by the Debtor in the ordinary course of business, including the Firm (the “OCP Order”). Dkt. No. 849. On January 5, 2022, pursuant to the OCP Order, the Firm submitted a Declaration of Ordinary Course Professional. Dkt. No. 1066. No objections were made to the Firm’s retention within the fourteen-day period prescribed by the OCP Order. On February 22, 2022, the Firm submitted a Supplemental Declaration in Support of the Declaration of Ordinary Course Professional. Dkt. No. 1555.

3. Paragraph 3(g) of the OCP Order requires the Firm, to the extent the Firm’s fees for any monthly period exceed \$25,000, to make an application, to be heard on notice, for the full amount of its fees and expenses. *See* Dkt. No. 849 at 5.

4. In accordance with Rule 2016-1 of the Local Rules for the District of New Jersey and the United States Trustee Fee Guidelines, annexed to this Application as **Exhibit A**

are detailed time records of the Firm's services rendered during the applicable time period, describing the nature of the services rendered to the Debtor each day, the time devoted to such services in increments of one-tenth of an hour, and the identity of all professionals and paraprofessionals performing the services.

5. As set forth in **Exhibit A**, the Firm has expended a total of 84.7 hours rendering services jointly and severally to the Debtor and to non-debtor Johnson & Johnson (J&J) during the Compensation Period, having a total value of \$60,044.14, of which one half, or \$30,022.07, is attributable to the Debtor. The rates charged by the Firm are reasonable and reflect the Firm's conscientious efforts to have personnel with appropriate experience, and where possible with lower hourly rates, perform services whenever the complexities and exigencies of the matter permitted.

6. During the Compensation Period, the Firm was required to furnish substantial services to the Debtor, which occupied various professionals within the Firm, and collectively resulted in the Firm accruing fees and expenses in excess of the combined total \$25,000 in Monthly OCP Fee Limit.³

7. In particular, as long-standing local counsel to the Debtor and J&J for talc products liability matters brought in New York State and Federal Courts, during the Compensation Period the Firm undertook extensive efforts to enforce the automatic stay in scores of individual pending cases.

8. In addition, during the Compensation Period, the Firm provided extensive services—and incurred significant expenses—litigating a specific appeal on behalf of the Debtor,

³ Pursuant to Paragraph 3(g) of the OCP Order, the Firm has already requested interim OCP compensation from the Debtor up to the total Monthly OCP Limit for the Compensation Period (i.e., \$25,000 for the month of October 2021).

Olson v. Brenntag North Am., et al., No. 2020-04860 (N.Y. App. Div. 1st Dept.), which was fully briefed and argued on November 18, 2021, and was specifically excluded from the automatic stay. *See* Adv. Pro. 21-03032, Dkt. No. 28 at 6; Adv. Pro. 21-03032, Dkt. No. 102 at 11 (excluding *Olson* from the stay). The Firm attributes a significant portion of its fees during the month of October to the litigation of this appeal and anticipates that its fees moving forward in this case will be well under than the Monthly OCP Fee Limit now that the appeal is pending decision. For example, the Firm's fees attributable to work performed for the Debtor in January 2022 were below \$5,000, and in February 2022 were below \$3,000.

9. All services rendered and expenses incurred by the Firm for the Debtor's benefit were at the request of the Debtor, and were necessary, reasonable and appropriate under the circumstances and beneficial to the estate. The compensation sought by the Firm in this Application is comparable to or less than customary compensation sought by comparably skilled professionals in cases under the Bankruptcy Code. In addition, the compensation sought is based on the Firm's standard and usual rates for similar services in representations other than under the Bankruptcy Code.

10. The services provided by Applicant during the Compensation Period were rendered to ensure no unnecessary duplication and are grouped into the billing categories. The attorneys and professionals who rendered services relating to each category are identified in the above attachment and summaries of the hours and fees of each for the Compensation Period and the total compensation by billing category is included herein.

11. Given the nature and value of the services that Applicant provided to the Debtor as described herein, the amounts sought under this Application are fair and reasonable under section 330 of the Bankruptcy Code given the complexity of these cases; the time

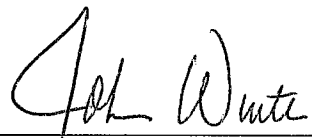
expended by attorneys and professionals; the nature and extent of the services rendered; the value of such services; and the costs of comparable services other than in a case under the Bankruptcy Code.

WHEREFORE, the Firm respectfully requests entry of an Order (a) approving the Firm's fees and expenses in excess of the Monthly OCP Limit incurrent during the Compensation Period of October 14, 2021-October 31, 2022 in the aggregate amount of \$30,246.07; (b) directing the Debtor to pay that amount in accordance with the OCP Order; and (c) granting such other and further relief as the Court deems just and proper.

Dated: New York, New York
April 4, 2022

Respectfully submitted,

PATTERSON BELKNAP WEBB & TYLER LLP

By: 
John D. Winter
Thomas P. Kurland
1133 Avenue of the Americas
New York, New York 10036
T: 212-336-2000
F: 212-226-2222
E: jwinter@pbwt.com
tkurland@pbwt.com

*Applicant and Ordinary Course Attorneys for
Debtor LTL Management LLC*